EXHIBIT 3

FILED UNDER SEAL

```
 1                 UNITED STATES DISTRICT COURT

 2               NORTHERN DISTRICT OF CALIFORNIA

 3                   SAN FRANCISCO DIVISION

 4                         ---oOo---

 5

 6   WAYMO LLC,

 7           Plaintiff,

 8   vs.                           No. 3:17-cv-00939-WHA

 9   UBER TECHNOLOGIES, INC.;

     OTTOMOTTO LLC; OTTO TRUCKING,

10   INC.,

11           Defendants.

     _____/

12

13

14       WAYMO HIGHLY CONFIDENTIAL ATTORNEYS' EYES ONLY

15

16          VIDEOTAPED DEPOSITION OF DON BURNETTE

17               SAN FRANCISCO, CALIFORNIA

18                FRIDAY, AUGUST 18, 2017

19

20

21

22   BY:  ANDREA M. IGNACIO, CSR, RPR, CRR, CCRR, CLR ~

23   CSR LICENSE NO. 9830

24   JOB NO. 2681032

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1   two levels.   10:28

2   One, it's different because we wrote it from   10:28

3   scratch, and it's going to be different out of the   10:28

4   fact that the chances of replicating software from   10:28

5   scratch being the same is very unlikely.   10:28

6   And two, we decided that the -- the   10:28

7   concept -- the fundamental concept that the planner at 10:28

8   Waymo was built on was not something we wanted to   10:28

9   pursue.   10:28

10   And technically, what that meant was, I   10:28

11   previously described Waymo's ████████████   ████

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     █ ████████████████████   10:29

8   And thus, all the building blocks of the   10:30

9   decisions, ████████████████████████████, are   10:30

10   all completely differently formulated mathematically,   10:30

11   and thus in code, to enable this type of trajectory   10:30

12   to -- to be solved, in a -- in a sense, to be   10:30

13   deter- -- to -- to be determined.   10:30

14   So -- so it's, like, kind of a fundamentally   10:30

15   different idea that we started with at Otto than what   10:30

16   Waymo was doing, in the sense that they're both   10:30

17   planners. They both output some path to follow at the   10:30

18   end of the -- the step.   10:30

19   But the way we describe that path, and all   10:30

20   the building blocks and machinery that go into   10:30

21   generating the path, were different.   10:30

22   Q   What -- what language is the Otto planner   10:30

23   written in?   10:30

24   A   C++.   10:30

25   Q   What language was the Waymo planner written   10:30

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CERTIFICATE OF REPORTER

2

3   I, ANDREA M. IGNACIO, hereby certify that the

4   witness in the foregoing deposition was by me duly

5   sworn to tell the truth, the whole truth, and nothing

6   but the truth in the within-entitled cause;

          That said deposition was taken in shorthand

7   by me, a disinterested person, at the time and place

8   therein stated, and that the testimony of the said

9   witness was thereafter reduced to typewriting, by

     computer, under my direction and supervision;

10   That before completion of the deposition,

11   review of the transcript [x] was [ ] was not

12   requested. If requested, any changes made by the

13   deponent (and provided to the reporter) during the

     period allowed are appended hereto.

14   I further certify that I am not of counsel or

15   attorney for either or any of the parties to the said

16   deposition, nor in any way interested in the event of

17   this cause, and that I am not related to any of the

18   parties thereto.

19   Dated: August 18, 2017

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21

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23   _____

24   ANDREA M. IGNACIO,

25   RPR, CRR, CCRR, CLR, CSR No. 9830

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